

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 7	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO.	
5. PROJECT NO. (If applicable) 444/SSMO		6. PROJECT NO. (If applicable) 444/SSMO		7. ADMINISTERED BY (If other than item 6) CODE GSFC	
ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Ground Systems & Mission Services 8800 Greenbelt Road Greenbelt MD 20771		CODE GSFC		B. Faye Johnson, Code 210.P 301-286-4241 FAX 301-286-1602 Procurement Operations Division NASA GSFC, Bldg 3, Room 125 8800 Greenbelt Road Greenbelt MD 20771	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) HONEYWELL Attn: Ms. Rosa Fox 7000 COLUMBIA GATEWAY DR COLUMBIA MD 21046-2119		(x) 9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	
CODE 15151 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C		10B. DATED (SEE ITEM 13) 08/26/2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.
Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

BOOK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority)
X	Bilateral Modification; FAR 52.243-2, Changes-Cost Reimbursement (Jun 2007)

E. IMPORTANT: Contractor ☐ is not. ☒ is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

This modification is to update clauses; update schedules impacted by the issuance of the "Stop-Work Order" and complete the "To be determined" (TBD's) fill-ins. There is no change to the total contract ceiling as a result of this modification.

FOB: Destination

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Rosa Fox, Contracts Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR [Redacted]		16B. UNITED STATES OF AMERICA [Redacted]	
15C. DATE SIGNED 8/24/12		16C. DATE SIGNED 2/27/2012	

NSN 7540-01-152-8070
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

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14. (Continued)

SECTION B – DELIVERIES OR PERFORMANCE

Clause B.1 Table updated as follows:

B.1 SUPPLIES AND/OR SERVICES TO BE PROVIDED

The Contractor shall provide all resources (except as may be expressly stated in the contract as furnished by the Government) necessary to deliver and/or perform the items below in accordance with the Description/Specifications/Statement of Work incorporated as Attachment A.

<i>Item</i>	<i>Description</i>	<i>Reference</i>	<i>Schedule</i>	<i>Delivery Method/Addressee(s)</i>
1	SOW Requirements	As defined in individual task orders	As defined in individual task orders	See Task Order(s)
2	Task Plans	See Clause H.3	14 days after receipt of request for task plan	NASA Task Order Management System (TOMS)
3	Monthly Contract Progress Reports	See Clause C.2	15th calendar day of each month	Electronic Format/COTR (Code 444); CO (Code 210.4)
4	Final Task Order Report	See Clause C.2	Within 30 days of task order completion	Electronic Format/COTR (Code 444); CO (Code 210.4)
5	Foreign Travel Requests and Foreign Travel Reports	See Clause G.9	Requests-30 days in advance of travel; Reports- 5 days after conclusion of travel	Electronic Format/COTR (Code 444); CO (Code 210.4)
6	NASA Financial Management Reports	See Clause G.2; G.10 and Attachment B	Monthly and Quarterly in accordance with Attachment B	Electronic Format/COTR (Code 444); CO (Code 210.4); Resource Analyst (Code 441); Finance Office (Code 155)
7	Safety & Health Reporting	See Clause H.4; H.12	Monthly and As Required	Electronic Format/ Code 350; & CO (Code 210.4)
8	Safety & Health Plan/Revised	See Clause H.4	If revisions are required	Electronic Format/CO (Code 210.4)

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Item	Description	Reference	Schedule	Delivery Method/Addressee(s)
9	Requests for Government Property	See Clause G.11	30 days prior to approval need date	Electronic Format/CO (Code 210.4)
10	Financial Report of NASA Property in the Custody of contractors (NF 1018)	See Clause G.13	Annual Report due by October 15 th and Final Report as specified	Electronic Format/CO (Code 210.4)
11	New Technology/Patent Reportable Items	See Clause G.7	As required and Final Report	Electronic or Hard Copy Format/New Technology Representative
12	Personal Identity Verification (PIV) Documentation and Reporting	See Clause H.10 & Attachment J	10 th calendar day of each month	Electronic Format/COTR (Code 444); Code 240
13	Equal Opportunity Reports	See Clause I.36	As required by FAR 52.222-36 and the Performance Evaluation Plan	Electronic Format/CO (Code 210.4)/Equal Employment Office (Code 120)
14	Insurance Notification	See Clause I.49	As Required 52.228-7	Electronic Format/CO (Code 210.4)
15	Subcontract Notification	See Clause I.65	30 days prior to subcontract award date	Electronic Format/CO (Code 210.4)
16	IT Security Management Plan	See Clause I.114	30 days after January 3, 2012 notification letter (lifting stop work order) of contract award, August 26, 2011	Electronic Format/CO (Code 210.4)
17	Organizational Conflicts of Interest Avoidance Plan	See Clause I.112 and I.113	30 days after January 3, 2012 notification letter (lifting stop work order) of contract award, August 26, 2011	Electronic Format/CO (Code 210.4)

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<i>Item</i>	<i>Description</i>	<i>Reference</i>	<i>Schedule</i>	<i>Delivery Method/Addressee(s)</i>
18	Individual Subcontract Reports (ISRs)	See Clause H.9	Semi-annually	Electronic Format/CO (Code 210.4)
19	Summary Subcontract Reports (SSRs)	See Clauses H.9 and I.106	Semi-annually	Electronic Format/CO (Code 210.4)

(End of Clause)

B.12 1852.232-81 CONTRACT FUNDING (JUN 1990)

Clause B.12, Contract Funding is updated as follows:

(a) For purposes of payment of cost, exclusive of fee, in accordance with the Limitation of Funds clause, the total amount allotted by the Government to this contract is \$5 million. This allotment is for **ordering tasks** and covers the following estimated period of performance: **March 20, 2012**. Initial funding provided under Purchase Requisition Number **4200408720**.

(b) An additional amount of \$ **To be Specified in each Task Order** is obligated under this contract for payment of fee.

(End of clause)

SECTION F – DELIVERIES OR PERFORMANCE

- 1) F.1 Effective Ordering Period – Task Orders, revising text as follows.

The Government may issue task orders for a period of five (5) years effective March 1, 2012.

SECTION G – CONTRACT ADMINISTRATION DATA

- 2) G.2 Financial Management Reporting (GSFC 52.242-90), (b)(2), "Distribution shall be as follows", remove Kelly D. Jonas, Contracting Officer, Code 210.4, E-Mail: Kelly.D.Jonas@nasa.gov, add B. Faye Johnson, Contracting Officer, Code 210.4, E-Mail: Betty.F.Johnson@nasa.gov.
- 3) G.11 Contractor Request for Government Provided Property (1852.245-70), removing ALT I.

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SECTION H – SPECIAL CONTRACT REQUIREMENTS

- 4) H.12 Safety and Health -- Additional Requirements (GSFC 52.223-91), updating the clause to reflect the June 2011 version
- 5) H.16 add clause 52.227-16 Additional Data Requirements

Additional Data Requirements (Jun 1987)

(a) In addition to the data (as defined in the clause at 52.227-14, Rights in Data -- General clause or other equivalent included in this contract) specified elsewhere in this contract to be delivered, the Contracting Officer may, at any time during contract performance or within a period of 3 years after acceptance of all items to be delivered under this contract, order any data first produced or specifically used in the performance of this contract.

(b) The Rights in Data -- General clause or other equivalent included in this contract is applicable to all data ordered under this Additional Data Requirements clause. Nothing contained in this clause shall require the Contractor to deliver any data the withholding of which is authorized by the Rights in Data -- General or other equivalent clause of this contract, or data which are specifically identified in this contract as not subject to this clause.

(c) When data are to be delivered under this clause, the Contractor will be compensated for converting the data into the prescribed form, for reproduction, and for delivery.

(d) The Contracting Officer may release the Contractor from the requirements of this clause for specifically identified data items at any time during the 3-year period set forth in paragraph (a) of this clause.

(End of Clause)

SECTION I – CONTRACT CLAUSES

- 6) I.12 Printed of Copied Double Sided on Recycled Paper (52.204-4), Revising date of clause to "MAY 2011"
- 7) I.14 Personal Identity Verification of Contractor Personnel (52.204-9), Revising date to "JAN 2011"
- 8) I.18 Price Reduction for Defective Cost of Pricing Data – Modifications (52.215-11) Revising date to "AUG 2011"
- 9) I.26 Allowable Cost and Payment (52.216-7) Revising date to "JUN 2011"
- 10) I.28 Small Business Subcontracting Plan (52.219-9), deleting ALT III, adding ALT II based on the prescription. ALT II is dated (OCT 2001)

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Alternate II (Oct 2001). As prescribed in 19.708(b)(1)(ii), substitute the following paragraph (c) for paragraph (c) of the basic clause:

(c) Proposals submitted in response to this solicitation shall include a subcontracting plan that separately addresses subcontracting with small business, veteran-owned small business, service-disabled veteran-owned small business, HUBZone small business, small disadvantaged business, and women-owned small business concerns. If the offeror is submitting an individual contract plan, the plan must separately address subcontracting with small business, veteran-owned small business, service-disabled veteran-owned small business, HUBZone small business, small disadvantaged business, and women-owned small business concerns with a separate part for the basic contract and separate parts for each option (if any). The plan shall be included in and made a part of the resultant contract. The subcontracting plan shall be negotiated within the time specified by the Contracting Officer. Failure to submit and negotiate a subcontracting plan shall make the offeror ineligible for award of a contract.

- 11) I.43 Notification of Employee Rights Under the National Labor Relations Act (52.222-40) revising date to "DEC 2011"
- 12) I.44 Pollution Prevention and Right-to-Know Information (52.223-5), revising dates to "MAY 2011"
- 13) I.46 Waste Reduction Program (52.223-10), revising date to "MAY 2011"
- 14) I.48 Rights to Proposal Data (52.227-23) Technical, revising paragraph as follows:
 Except for data contained on pages None, it is agreed that as a condition of award of this contract, and notwithstanding the conditions of any notice appearing thereon, the Government shall have unlimited rights (as defined in the "Rights in Data - General" clause contained in this contract) in and to the technical data contained in the proposal dated June 2, 2011, upon which this contract is based.
- 15) I.65 Subcontracts (52.244-2), deleting ALT I given the prescription for ALT I found at FAR 44.204(a)(2)
- 16) I.83 Toxic Chemical Release Reporting (52.223-14), this clause was deleted from the FAR in FAC 2005-52.
- 17) I.90 52.227-14 Rights in Data-General (Dec 2007) as modified by NASA FAR SUPPLEMENT 1852.227-14 – Alternate I (Dec 2007)-Alternate II (Dec 2007) and Alternate III (Dec 2007) – Alternate IV (Dec 2007) and Alternate V (Dec 2007). Paragraph (g)(3) revised to remove TBD's

Limited Rights Notice (Dec 2007)

(a) These data are submitted with limited rights under Government Contract No. NNG11VM00C. These data may be reproduced and used by the Government with the express limitation that they will not, without written permission of the Contractor, be used for purposes of manufacture nor disclosed outside the Government; except that the Government may disclose these data outside the

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Government for the following purposes, if any; provided that the Government makes such disclosure subject to prohibition against further use and disclosure.

- 18)** I.115 52.217-9 Option to Extend the Term of the Contract (Mar 2000), deleted and replaced with 52.217-8 Option to extend services (Nov 1999)

The Government may require continued performance of any services within the limits and at the rates specified in the contract. These rates may be adjusted only as a result of revisions to prevailing labor rates provided by the Secretary of Labor. The option provision may be exercised more than once, but the total extension of performance hereunder shall not exceed 6 months. The Contracting Officer may exercise the option by written notice to the Contractor within (sixty) 60 days.

(End of Clause)

SECTION J - LIST OF DOCUMENTS, EXHIBITS, AND OTHER ATTACHMENTS

- 19)** Attachment B – Financial Management Reporting
- a. 1st paragraph: Revising the reference to NPR 9501-2~~E~~ NASA Contractor Financial Management Reporting, issued on May 27, 2011.
- 20)** Attachment G – Wage Determinations
- a. The WD was revised on 6/17/2011.
- 21)** All other terms and conditions of the contract remain unchanged.

This modification includes full and complete equitable adjustment for the above described changes. The Contractor hereby releases the Government from any liability under this contract for equitable adjustments attributable to such facts or circumstances giving rise to the aforementioned changes.

End of Modification #1

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Two (2)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (if applicable) Code 444/SSMO		
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (if other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Mr. Gregory Cushing 7000 Columbia Gateway Drive Columbia, MD 21046 Phone: 410-964-7030				(4)	9A. AMENDMENT OF SOLICITATION NO.
					9B. DATED (SEE ITEM 11)
					10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C
					10B. DATED (SEE ITEM 13) August 26, 2011
CODE 15151		FACILITY CODE			

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

- ☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:
- (a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

BNC: GCJ

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.


(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority) FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)

E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.**14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)**

The purpose of this modification is to:

- De-obligate prior funding (Basic Contract) per SSMO Program Office authorized request;
- Add PR #4200431875;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  ure of Contracting Officer	4/3/2012

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE30-105
Computer GeneratedSTANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200408720	(\$38,957)
4200431875	<u>\$22,738,014</u>
	\$22,699,057

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$5,000,000	\$22,699,057	\$27,699,057
Period of Allotment is extended through:	March 20, 2012		June 29, 2012

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 2)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
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6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771	CODE 210.P		
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Mr. Gregory Cushing 7000 Columbia Gateway Drive Columbia, MD 21046			(4) 9A. AMENDMENT OF SOLICITATION NO.		
Phone: 410-964-7030			9B. DATED (SEE ITEM 11)		
CODE 15151 FACILITY CODE			10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C		
			10B. DATED (SEE ITEM 13) August 26, 2011		

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

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(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****See Page 2 of 2 (Accounting and Appropriation Data)****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

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X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- Add PR #4200433772;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	4/19/2012

Accounting and Appropriation Data

B/NC: GCJ

PR

Amount

4200433772

\$7,319,152

\$7,319,152

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost	 	 	
Award Fee	 	 	
Total Cost Plus Award Fee (CPAF)	\$27,699,057	\$7,319,152	\$35,018,209
Period of Allotment is extended through:	June 29, 2012		October 15, 2012

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 3)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
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X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


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- De-obligate prior funding (Basic Contract) per SSMO Program Office authorized request;
- Add PR #4200436366;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

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15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200408720	(\$30,000)
4200431875	(\$57,000)
4200433772	(\$154,147)
4200436366	<u>\$7,763,819</u>
	\$7,522,672

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$35,018,209	\$7,522,672	\$42,540,881
Period of Allotment is extended through:	October 15, 2012		December 7, 2012

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 4)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 6 PAGES
2. AMENDMENT/MODIFICATION NO. Five (5)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Mr. Gregory Cushing 7000 Columbia Gateway Drive Columbia, MD 21046 Phone: 410-964-7030 FAX 301-805-3014		(4) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C 10B. DATED (SEE ITEM 13) August 26, 2011		
CODE		FACILITY CODE		

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.1C3(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR Clause 52.243-2, "Changes Cost Reimbursement" (JUN 2007)
	D. OTHER Specify type of modification and authority)



E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The modification is to update clauses; add a new clause for compliance with NASA Procedural Requirements (NPR) 2210.1C "Release of NASA Software". There is no change to the total contract ceiling as a result of this modification.

Accordingly:

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Marcia Duryea Booth, Contracts Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 5/30/12	16B. UNITED STATES OF AMERICA  (Signature of person authorized to sign)	16C. DATE SIGNED 6/12/2012

Therefore, the contract is revised as follows:

1. **Clause G.2 "GSFC 52.242-90 FINANCIAL MANAGEMENT REPORTING (MAR 2011)" is deleted and replaced with Clause G.2 "GSFC 52.242-90 FINANCIAL MANAGEMENT REPORTING (JAN 2012)"**

G.4 GSFC 52.242-90 FINANCIAL MANAGEMENT REPORTING (JAN 2012)

(a) Requirements. This clause provides the supplemental instructions referred to in NASA FAR Supplement (NFS) clause 1852.242-73. The NFS clause and NASA Procedural Requirements (NPR) 9501.2E, "NASA Contractor Financial Management Reporting", establish report due dates and other financial management reporting requirements. NPR 9501.2E permits withholding of payment for noncompliance.

(b) Supplemental instructions. (1) Monthly (NF 533M) reports are required. Quarterly (NF 533Q) reports are also required. The reporting structure shall be in accordance with Attachment B, Financial Management Reporting of this contract.

(2) As stated in NPR 9501.2E, NASA strongly encourages electronic contractor cost reporting. The preferred formats are Excel and Adobe. Contact the Contracting Officer for any E-Mail addresses that are not provided or which become noncurrent.

Distribution shall be as follows:

B. Faye Johnson
Contracting Officer, Code 210.4
E-Mail: Betty.F.Johnson@nasa.gov

Joe Sparmo
Contracting Officer's Technical Representative, Code 444
E-Mail: Joseph.Sparmo@nasa.gov

Valerie Potter
Resources Analyst, Code 444
E-Mail: Valerie.L.Potter@nasa.gov

Regional Finance Office Cost Team, Code 155.2
E-Mail: GSFC-rfocateam@lists.nasa.gov

Administrative Contracting Officer (if delegated)

(c) Web site. NPR 9501.2E, "NASA Contractor Financial Management Reporting":

<http://nodis3.gsfc.nasa.gov/displayDir.cfm?t=NPR&c=9501&s=2E>

(End of clause)

2. Clause G.4 "1852.216-76 AWARD FEE FOR SERVICE CONTRACTS (JUN 2000)" is deleted and replaced with Clause G.4 "1852.216-76 AWARD FEE FOR SERVICE CONTRACTS (APR 2012)"

G.4 1852.216-76 AWARD FEE FOR SERVICE CONTRACTS (APR 2012)

(a) The contractor can earn award fee from a minimum of zero dollars to the maximum stated in NASA FAR Supplement clause 1852.216-85, "Estimated Cost and Award Fee" in this contract.

(b) Beginning six (6) months after the effective date of this contract, the Government shall evaluate the Contractor's performance every six (6) months to determine the amount of award fee earned by the contractor during the period. The Contractor may submit a self-evaluation of performance for each evaluation period under consideration. These self-evaluations will be considered by the Government in its evaluation. The Government's Fee Determination Official (FDO) will determine the award fee amounts based on the Contractor's performance in accordance with performance evaluation plan of this contract. The plan may be revised unilaterally by the Government prior to the beginning of any rating period to redirect emphasis.

(c) The Government will advise the Contractor in writing of the evaluation results. The NASA Shared Services Center (NSSC) Financial Management Division (FMD) Accounts Payable will make payment based on issuance of unilateral modification by contracting officer.

(d) The Contracting Officer may direct the withholding of earned award fee payments until a reserve is set aside in an amount that the Contracting Officer considers necessary to protect the Government's interest relative to an orderly and timely closeout of the contract. This reserve shall not exceed 15 percent of the contract's total potential award fee or \$100,000, whichever is less.

(e) The amount of award fee which can be awarded in each evaluation period is limited to the amounts set forth in the approved evaluation performance plan. Award fee which is not earned in an evaluation period cannot be reallocated to future evaluation periods.

(f)(1) Provisional award fee payments will be made under this contract pending the determination of the amount of fee earned for an evaluation period. If applicable, provisional award fee payments will be made to the Contractor on a monthly basis. The total amount of award fee available in an evaluation period that will be provisionally paid is the lesser of 80 percent or the prior period's evaluation score.

(2) Provisional award fee payments will be superseded by the final award fee evaluation for that period. If provisional payments exceed the final evaluation score, the Contractor will either credit the next payment voucher for the amount of such overpayment or refund the difference to the Government, as directed by the Contracting Officer.

(3) If the Contracting Officer determines that the Contractor will not achieve a level of performance commensurate with the provisional rate, payment of provisional award fee will be discontinued or reduced in such amounts as the Contracting Officer deems appropriate. The Contracting Officer will notify the Contractor in writing if it is determined that such discontinuance or reduction is appropriate.

(4) Provisional award fee payments will be made prior to the first award fee determination by the Government.

(g) Award fee determinations are unilateral decisions made solely at the discretion of the Government.

(End of clause)

3. Clause H.16 “RESERVED” is deleted and replaced with Clause H.16 “GOVERNMENT-FURNISHED COMPUTER SOFTWARE AND RELATED TECHNICAL DATA”

H.16 GOVERNMENT-FURNISHED COMPUTER SOFTWARE AND RELATED TECHNICAL DATA

(a) *Definitions.* As used in this clause—

“Government-furnished computer software” or “GFCS” means computer software: (1) in the possession of, or directly acquired by, the Government whereby the Government has title or at least Government purpose license rights thereto; and (2) subsequently furnished to the Contractor for performance of a Government contract.

“Computer software,” “data” and “technical data” have the meaning provided in the Federal Acquisition Regulations (FAR) Subpart 2.1—Definitions and the Rights in Data – General clause (FAR 52.227-14).

(b) The Government shall furnish to the Contractor the GFCS described below:

- (1) Any or all computer software provided in performance of this contract.
- (2) The Government shall furnish related technical data needed for the intended use of the GFCS.

(c) *Use of GFCS and related technical data.* The Contractor shall use the GFCS and related technical data, and any modified or enhanced versions thereof, only for performing work under this contract unless otherwise provided for in this contract or approved by the Contracting Officer.

- (1) The Contractor shall not, without the express written permission of the Contracting Officer, reproduce, distribute copies, perform publicly, display publicly, release, or disclose the GFCS or related technical data to any person except for the performance of work under this contract.
- (2) The Contractor shall not modify or enhance the GFCS unless this contract specifically identifies the modifications and enhancements as work to be performed. If the GFCS is modified or enhanced pursuant to this contract, the Contractor shall provide to the Government the complete source code, if any, of the modified or enhanced GFCS.
- (3) Allocation of rights associated with any GFCS or related technical data modified or enhanced under this contract shall be defined by the FAR Rights in Data clause(s) included in this contract. If no Rights in Data clause is included in the contract, then the FAR Rights in Data – General (FAR 52.227-14) shall apply to all data first produced in the performance of this contract.

- (4) The Contractor may provide the GFCS, and any modified or enhanced versions thereof, to subcontractors as required for the performance of work under this contract. Before release of the GFCS, and any modified or enhanced versions thereof, to such subcontractors (at any tier), the Contractor shall insert, or require the insertion of, this clause, including this paragraph (c)(4), suitably modified to reflect the relationship of the parties, in all such subcontracts (regardless of tier).
- (d) The Government provides the GFCS in an "AS-IS" condition. The Government makes no warranty with respect to the serviceability and/or suitability of the GFCS for contract performance.
- (e) The Contracting Officer may by written notice, at any time—
 - (1) Increase or decrease the amount of GFCS under this contract;
 - (2) Substitute other GFCS for the GFCS previously furnished, to be furnished, or to be acquired by the Contractor for the Government under this contract;
 - (3) Withdraw authority to use the GFCS or related technical data; or
 - (4) Instruct the Contractor to return or dispose of the GFCS and related technical data.
- (f) *Title to or license rights in GFCS.* The Government shall retain title to or license rights in all GFCS. Title to or license rights in GFCS shall not be affected by its incorporation into or attachment to any data not owned by or licensed to the Government.
- (g) *Waiver of Claims and Indemnification.* The Contractor agrees to waive any and all claims against the Government and shall indemnify and hold harmless the Government, its agents, and employees from every claim or liability, including attorney's fees, court costs, and expenses, arising out of, or in any way related to, the misuse or unauthorized modification, reproduction, release, performance, display, or disclosure of the GFCS and related technical data by the Contractor or by any person to whom the Contractor has released or disclosed such GFCS or related technical data.
- (h) The terms and conditions of this clause shall flow down to all subcontractor(s), regardless of tier.

(End of text)

4. The following is an administrative change to correct typing error in "Clause 52.215-23, Pages 5 and 62 of the Basic Contract.

From:

I.22, 52.215-23 LIMITATIONS ON PASS-THROUGH CHANGES (OCT 2009)

To:

I.22, 52.215-23 LIMITATIONS ON PASS-THROUGH CHARGES (OCT 2009)

5. All other terms and conditions of the contract remain unchanged.

This modification includes full and complete equitable adjustment for the above described changes. The Contractor hereby releases the Government from any liability under this contract for equitable adjustments attributable to such facts or circumstances giving rise to the aforementioned changes.

(End of Modification No. 5)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Six (6)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046 Phone: 410-964-7030		(4) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C 10B. DATED (SEE ITEM 13) August 26, 2011		
CODE 15151	FACILITY CODE			

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- De-obligate prior funding per SSMO Program Office authorized request;
- Add PR #4200439853;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200408720	(\$742,314)
4200436366	(\$450,000)
4200439853	<u>\$4,806,600</u>
	\$3,614,286

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$42,540,881	\$3,614,286	\$46,155,167
Period of Allotment is extended through:	December 7, 2012		December 31, 2012

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 6)

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- | | |
|-----|--|
| (4) | A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: <i>(Specify authority)</i> THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. |
| | B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES <i>(such as changes in paying office, appropriation date, etc.)</i> SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b). |
| | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: |
| X | D. OTHER <i>Specify type of modification and authority</i>
FAR Clause 52.232-22, "Limitation of Funds" (APR 1984) |


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible)

The purpose of this modification is to:

- Add PR #4200441522;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER <i>(Type or print)</i>		16A. NAME AND TITLE OF CONTRACTING OFFICER <i>(Type or print)</i> B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED 6/28/00
<i>(Signature of person authorized to sign)</i>			

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200441522	<u>\$760,064</u>
	\$760,064

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$46,155,167	\$760,064	\$46,915,231
Period of Allotment is extended through:	December 31, 2012		December 31, 2012

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 7)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Eight (8)		3. EFFECTIVE DATE See 16c		4. REQUISITION/PURCHASE REQ. NO. See Block 12	
5. PROJECT NO. (If applicable) Code 444/SSMO					
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		CODE 210.P		7. ADMINISTERED BY (If other than item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046		CODE 15*51		FACILITY CODE	
Phone: 410-964-7030				(4) 9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
				10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.133(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- Add PR #4200444579;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	7/25/2012

Accounting and Appropriation Data**B/NC: GCJ**

<u>PR</u>	<u>Amount</u>
4200444579	\$5,064,349
	\$5,064,349

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost	 	 	
Award Fee	 	 	
Total Cost Plus Award Fee (CPAF)	\$46,915,231	\$5,064,349	\$51,979,580
Period of Allotment is extended through:	December 31, 2012		January 11, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 8)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 4 PAGES
2. AMENDMENT/MODIFICATION NO. Nine (9)		3. EFFECTIVE DATE See 16c		4. REQUISITION/PURCHASE REQ. NO. See Block 12	
5. PROJECT NO. (If applicable) Code 444/SSMO					
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marcia) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046				(4)	
9A. AMENDMENT OF SOLICITATION NO.					
9B. DATED (SEE ITEM 11)					
10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C					
10B. DATED (SEE ITEM 13) August 26, 2011					
Phone: 301-805-3133 FAX 301-805-3014		CODE		FACILITY CODE	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR Clause 52.243-2, "Changes Cost Reimbursement" (JUN 2007)
	D. OTHER Specify type of modification and authority)



E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to add and update clauses in Sections H, I, and J; There is no change to the total contract ceiling as a result of this modification.

Accordingly:

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Marcia Duryea Booth – Contract Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 7/30/2012	16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED 7/30/2012
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Therefore, the contract is revised as follows:

1. Add Clause H.20,

H.20 CONTRACTOR'S MENTOR PROTÉGÉ PROGRAM REQUIREMENTS

As per the Honeywell Technology Solutions, Inc (HTSI)/[REDACTED], modification request letter dated March 2, 2012, HTSI will continue to provide developmental assistance to [REDACTED] under the terms of the Mentor Protégé Agreement previously incorporated in the Mission Operations and Mission Services (MOMS) contract ended March 31, 2012. This agreement incorporated into the MOMS contract February 17, 2010 (Mod 107), was extended October 30, 2010 (Mod 126) pursuant to MOMS contract extension for one year; extended again October 28, 2011 (Mod 145) pursuant to MOMS 5-months contract extension during the Ground Systems and Mission Operations (GSMO) protest. The agreement provides for one (1) year remaining (March 1, 2012 through February 28, 2013) being added to the GSMO contract. The agreement documents are incorporated into the contract, Clause J.1, List of Attachments, as Attachment Q.

The Contractor shall fully comply with Clause J.1, List of Attachments, Attachment Q, "HTSI & [REDACTED] NASA MENTOR-PROTÉGÉ PROGRAM AGREEMENT DOCUMENTS".

(End of Text)

2. Clause I. 75 "1852.219-77 NASA MENTOR-PROTÉGÉ PROGRAM (MAY 2009)" incorporated by reference is deleted and added in full text.

From:

I.75 1852.219-77 NASA MENTOR-PROTÉGÉ PROGRAM (MAY 2009)

To:

Add in full text, Clause I.75, 1852.219-77 NASA MENTOR-PROTÉGÉ PROGRAM (MAY 2009)

I.75 1852.219-77 NASA MENTOR-PROTÉGÉ PROGRAM (MAY 2009)

(a) Prime contractors are encouraged to participate in the NASA Mentor-Protégé Program for the purpose of providing developmental assistance to eligible protégé entities to enhance their capabilities and increase their participation in NASA contracts.

(b) The Program consists of:

(1) Mentors, which are large businesses and prime contractors with at least one active and approved NASA subcontracting plan;

(2) Protégés, which are subcontractors to the prime contractor. Protégés must qualify as certified small disadvantaged business concerns, women-owned small business concerns, veteran-owned or service-disabled veteran-owned small business concerns, HUBZone small business concerns, Historically Black Colleges and Universities, minority institutions of higher education, meeting the qualifications defined in FAR Part 2, Definitions of Parts and Term, active NASA SBIR Phase II companies or nonprofit agencies employing people who are blind or severely disabled as defined in 41 CFR Chapter 51.

(3) Mentor-protégé agreements endorsed by the cognizant NASA centers and approved by the NASA Office of Small Business Programs (OSBP);

(4) In contracts with award fee incentives, potential for payment of an award fee for voluntary participation and successful performance in the Mentor-Protégé Program, in accordance with NFS 1819.7208.

(c) Mentor participation in the Program, described in NFS 1819.72, means providing technical, managerial and financial assistance to aid protégés in developing requisite high-tech expertise and business systems to compete for and successfully perform NASA contracts and subcontracts.

(d) Contractors interested in participating in the program are encouraged to contact the NASA OSBP, Washington, DC 20546, (202) 358-2088, for further information.

(End of clause)

3. Clause L. 103 "1852.204-75 SECURITY CLASSIFICATION REQUIREMENTS (SEP 1989)" is deleted and replaced with Clause L.103 "1852.204-75 SECURITY CLASSIFICATION REQUIREMENTS (SEP 1989)"

Performance under this contract will involve access to and/or generation of classified information, work in a security area, or both, up to the level of Top Secret. See Federal Acquisition Regulation 52.204-2 in this contract and DD Form 254, Contract Security Classification Specification, Attachment H.

(End of clause)

4. Clause J.1 "LIST OF ATTACHMENTS" incorporates the following updates and the addition of Attachment Q

J.1 LIST OF ATTACHMENTS

The following revision updates are attached hereto and made a part of this contract:

Attachment	Description	Date	Number of Pages
H	DD Form 254, Contract Security Classification Specification, Revision 1	June 8, 2012	3
I	Information Technology (IT) Security Management Plan	January 30, 2012	22
L	Organizational Conflicts of Interest Avoidance Plan	April 17, 2012	20
Q	HTSI & ██████████ NASA Mentor Protégé Agreement	May 14, 2009	15

5. All other terms and conditions of the contract remain unchanged.

This modification includes full and complete equitable adjustment for the above described changes. The Contractor hereby releases the Government from any liability under this contract for equitable adjustments attributable to such facts or circumstances giving rise to the aforementioned changes.

(End of Modification No. 9)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Ten (10)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771	CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046			(4) 9A. AMENDMENT OF SOLICITATION NO.	
Phone: 301-805-3133			9B. DATED (SEE ITEM 11)	
CODE 15151 FACILITY CODE			10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
			10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****See Page 2 of 2 (Accounting and Appropriation Data)****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- De-obligate prior funding per SSMO Program Office authorized request;
- Add PR #4200447913;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	8/15/2012

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200431875	(\$84,755)
4200447913	<u>\$9,176,854</u>
	\$9,092,099

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$51,979,580	\$9,092,099	\$61,071,679
Period of Allotment is extended through:	January 11, 2013		February 8, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 10)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Eleven (11)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (If other than item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771	CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046			(4) 9A. AMENDMENT OF SOLICITATION NO.	
Phone: 301-805-3133			9B. DATED (SEE ITEM 11)	
CODE 15151 FACILITY CODE			10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
			10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

- ☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.
- Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:
- (a) By completing items 9 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****See Page 2 of 2 (Accounting and Appropriation Data)****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**


(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)

E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.**14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)**

The purpose of this modification is to:

- Add PR #4200447918;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		15B. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	15B. UNITED STATES OF AMERICA	15C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	8/23/2012

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200447918	<u>\$86,648</u>
	\$86,648

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$61,071,679	\$86,648	\$61,158,327
Period of Allotment is extended through:	February 8, 2013		February 8, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 11)

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. **FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.** If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation; and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GC.J

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- De-obligate prior funding per SSMO Program Office authorized request;
- Add PR #4200450372;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/5/00
(Signature of person authorized to sign)			

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200436366	(\$110,000)
4200444579	(\$1,000,000)
4200450372	<u>\$3,011,997</u>
	\$1,901,997

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$61,158,327	\$1,901,997	\$63,060,324
Period of Allotment is extended through:	February 8, 2013		February 13, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 12)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 2	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE		4. REQUISITION/PURCHASE REQ. NO.	
000013		See Block 16C		See Block 12	
5. PROJECT NO. (If applicable)		444/CSMO			
6. ISSUED BY		CODE		7. ADMINISTERED BY (If other than Item 6)	
NASA/Goddard Space Flight Center Procurement Operations Division Ground Systems & Mission Services 8800 Greenbelt Road Greenbelt MD 20771		GSFC		CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.			
HONEYWELL Attn: Mrs. Marcia (Marcia) Booth 7000 COLUMBIA GATEWAY DR COLUMBIA MD 21046-2119		(x)			
		9B. DATED (SEE ITEM 11)			
		10A. MODIFICATION OF CONTRACT/ORDER NO.			
		NNG11M100C			
		10B. DATED (SEE ITEM 13)			
		09/26/2011			
CODE 15151		FACILITY CODE			

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended. is not extended.
Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required) Net Decrease: -\$50,000.00
BNC: GCG See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority)
X	FAR Clause 52.232-22, Limitation of Funds (APR 1984)

E. IMPORTANT: Contractor x is not. is required to sign this document and return 0 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- De-obligate excess funds;
- See Page 2 of 2 for details.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
		Michele C. Rook	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Officer)	9/17/12

NSN 7540-01-152-8070
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

Accounting and Appropriation Data

B/NC: GCG

<u>PR</u>	<u>Amount</u>
4200447913	(\$50,000)

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81)(JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated cost	[REDACTED]	[REDACTED]	[REDACTED]
Award Fee	[REDACTED]	[REDACTED]	[REDACTED]
Total Cost Plus Award			
Fee(CPAF)	\$63,060,324	(\$50,000.00)	\$63,010,324.00
Period of Allotment is reduced through:	February 13, 2013		February 13, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 13)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Fourteen (14)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO		
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046				(4) 9A. AMENDMENT OF SOLICITATION NO.	
Phone: 301-805-3133				9B. DATED (SEE ITEM 11)	
CODE 15151 FACILITY CODE				10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
				10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****See Page 2 of 2 (Accounting and Appropriation Data)****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- Add PR #4200452348;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/19/2012
(Signature of person authorized to sign)			

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

30-105
Computer Generated

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200452348	<u>\$2,738,357</u>
	\$2,738,357

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$63,010,324	\$2,738,357	\$65,748,681
Period of Allotment is extended through:	February 13, 2013		February 26, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 14)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Fifteen (15)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO		
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046				(4) 9A. AMENDMENT OF SOLICITATION NO.	
Phone: 301-805-3133				9B. DATED (SEE ITEM 11)	
CODE 15151 FACILITY CODE				10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
				10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

- ☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.
- Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:
- (a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- Add PR #4200453522;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/26/2012
(Signature of person authorized to sign)			







NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE30-105
Computer GeneratedSTANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200453522	<u>\$2,684,357</u>
	\$2,684,357

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$65,748,681	\$2,684,357	\$68,433,038
Period of Allotment is extended through:	February 26, 2013		March 8, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 15)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE		PAGE 1 OF 2 PAGES	
2. AMENDMENT/MODIFICATION NO. Sixteen (16)		3. EFFECTIVE DATE See 16c		4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable) Code 444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		CODE 210.P		7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046				(4)		9A. AMENDMENT OF SOLICITATION NO.	
						9B. DATED (SEE ITEM 11)	
						10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
						10B. DATED (SEE ITEM 13) August 26, 2011	
Phone: 301-805-3133							
CODE 15151				FACILITY CODE			

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****See Page 2 of 2 (Accounting and Appropriation Data)****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- Add PR #4200455934;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	10/23/2012

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200455934	<u>\$2,724,418</u>
	\$2,724,418

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost	 	 	
Award Fee	 	 	
Total Cost Plus Award Fee (CPAF)	\$68,433,038	\$2,724,418	\$71,157,456
Period of Allotment is extended through:	March 8, 2013		March 25, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 16)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 4 PAGES
2. AMENDMENT/MODIFICATION NO. Seventeen (17)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable) Code444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		7. ADMINISTERED BY (If other than Item 6) B. Faye Johnson, Contracting Officer, Code 210.P Phone: 301-286-4241; FAX 301-286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marcia) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046		(4) 9A. AMENDMENT OF SOLICITATION NO.		
Phone: 301-805-3133 FAX: 301-805-3014		9B. DATED (SEE ITEM 11)		
CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C		
FACILITY CODE		10B. DATED (SEE ITEM 13) August 26, 2011		

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**


(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14. PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority Unilateral Modification - Clause G.4 (1852.216-76) (June 2000) AWARD FEE FOR SERVICE CONTRACTS
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return ___ copies to the issuing office.	

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to incorporate the Award Fee earned for the First Performance Evaluation Period (March 1, 2012 through August 31, 2012).

(continued)

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) B. Faye Johnson		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 11/5/2012

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Eighteen (18)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (if applicable) Code 444/SSMO		
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771		7. ADMINISTERED BY (if other than item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771		CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046 Phone: 301-805-3133 CODE 15151 FACILITY CODE				(4) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C 10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)**BNC: GCJ****See Page 2 of 2 (Accounting and Appropriation Data)****13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(4) A.	THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
B.	THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
C.	THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X D.	OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- Add PR #4200458501;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 11/19/2012
(Signature of person authorized to sign)			

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200458501	<u>\$11,686,678</u>
	\$11,686,678

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost	[REDACTED]	[REDACTED]	[REDACTED]
Award Fee	[REDACTED]	[REDACTED]	[REDACTED]
Total Cost Plus Award Fee (CPAF)	\$71,157,456	\$11,686,678	\$82,844,134
Period of Allotment is extended through:	March 25, 2013		June 26, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 18)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Nineteen (19)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO		
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (If other than item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771	CODE 210.P		
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marci) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046 Phone: 301-805-3133			(4)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
CODE 15151 FACILITY CODE				10B. DATED (SEE ITEM 13) August 26, 2011	

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATA SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

See Page 2 of 2 (Accounting and Appropriation Data)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER Specify type of modification and authority FAR Clause 52.232-22, "Limitation of Funds" (APR 1984)


E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- De-obligate prior funding per SSMO Program Office authorized request;
- Add PR #4200461064;
- See Page 2 of 2 for details.

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY:  (Signature of Contracting Officer)	12/17/2012

Accounting and Appropriation Data

B/NC: GCJ

<u>PR</u>	<u>Amount</u>
4200447913	(\$284,177)
4200461064	<u>\$2,491,161</u>
	\$2,206,984

1. In Clause B. 12, CONTRACT FUNDING (1852.232-81) (JUN 1990), the contract funding is hereby revised as follows:

	FROM	BY	TO
Estimated Cost			
Award Fee			
Total Cost Plus Award Fee (CPAF)	\$82,844,134	\$2,206,984	\$85,051,118
Period of Allotment is extended through:	June 26, 2013		June 27, 2013

2. All other terms and conditions of the contract remain unchanged.

(End of Modification No. 19)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2. AMENDMENT/MODIFICATION NO. Twenty (20)	3. EFFECTIVE DATE See 16c	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) Code 444/SSMO	
6. ISSUED BY National Aeronautics and Space Administration Goddard Space Flight Center Mission Services Procurement Office Greenbelt, MD 20771	CODE 210.P	7. ADMINISTERED BY (If other than Item 6) Ms. B. Faye Johnson, Contracting Officer, Code 210.P Phone (301) 286-4241 FAX (301) 286-1602 NASA GSFC, Bldg 3, Room 125 Greenbelt, MD 20771	CODE 210.P	
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Honeywell Technology Solutions, Inc. (HTSI) Attn: Ms. Marcia (Marcia) Duryea Booth 7000 Columbia Gateway Drive Columbia, MD 21046 Phone: 301-805-3133 FAX 301-805-3014			(4) 9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
			10A. MODIFICATION OF CONTRACT/ORDER NO. NNG11VM00C	
			10B. DATED (SEE ITEM 13) August 26, 2011	
CODE	FACILITY CODE			

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☐ The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning one (1) copy of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

BNC: GCJ

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(4)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR Clause 52.243-2, "Changes Cost Reimbursement" (JUN 2007)
	D. OTHER Specify type of modification and authority)

E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to correct Clause numbering in Section H "Special Contract Requirements"; add new clause, FAR 52.232-99 in Section H. There is no change to the total contract ceiling as a result of this modification.

Accordingly:

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) <i>Marcia Duryea Booth</i>	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) B. Faye Johnson
15B. CONTRACTOR OFFEROR <i>[Signature]</i>	16B. UNITED STATES OF AMERICA BY <i>[Signature]</i>
15C. DATE SIGNED 12/19/12	16C. DATE SIGNED 12/19/2012

Therefore, the contract is revised as follows:

- 1. Clause H.16 "GOVERNMENT FURNISHED COMPUTER SOFTWARE AND RELATED TECHNICAL DATA" in Modification 5 is re-numbered to Clause H.21 "GOVERNMENT FURNISHED COMPUTER SOFTWARE AND RELATED TECHNICAL DATA". (An error was made in the numbering, H.16, Modification 1, added Clause 52.227-16, Additional Data Requirements).**

(End of clause)

- 2. Add Clause H.22, "52.232-99, PROVIDING ACCELERATED PAYMENT TO SMALL BUSINESS SUBCONTRACTORS (AUG 2012) (DEVIATION)"**

H.22 52.232-99 PROVIDING ACCELERATED PAYMENT TO SMALL BUSINESS SUBCONTRACTORS (AUG 2012) (DEVIATION)

This clause implements the temporary policy provided by OMB Policy Memorandum M-12-16, Providing Prompt Payment to Small Business Subcontractors, dated July 11, 2012.

- (a) Upon receipt of accelerated payments from the Government, the contractor is required to make accelerated payments to small business subcontractors to the maximum extent practicable after receipt of a proper invoice and all proper documentation from the small business subcontractor.
- (b) Include the substance of this clause, including this paragraph (b), in all subcontracts with small business concerns.
- (c) The acceleration of payments under this clause does not provide any new rights under the Prompt Payment Act

(End of clause)

- 2. All other terms and conditions of the contract remain unchanged.**

This modification includes full and complete equitable adjustment for the above described changes. The Contractor hereby releases the Government from any liability under this contract for equitable adjustments attributable to such facts or circumstances giving rise to the aforementioned changes.

(End of Modification No. 20)